

Clay M. Taylor
Texas Bar I.D. No. 24033261
Christian Ellis
Texas Bar I.D. No. 24007154
Joshua N. Eppich
Texas Bar I.D. No. 24050567
H. Brandon Jones
Texas Bar I.D. No. 24060043
C. Joshua Osborne
Texas Bar I.D. No. 24065856
Bonds Ellis Eppich Schafer Jones LLP
420 Throckmorton Street, Suite 1000
Fort Worth, Texas 76102
(817) 405-6900 telephone
(817) 405-6902 facsimile
Email: clay.taylor@bondsellis.com
Email: christian@bondsellis.com
Email: joshua@bondsellis.com
Email: brandon@bondsellis.com
Email: c.joshosborne@bondsellis.com

COUNSEL FOR TOBY NEUGEBAUER

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:	§	CHAPTER 7
	§	
WITH PURPOSE, INC.,	§	CASE NO. 23-30246-mvl7
	§	Hearing Date: July 28, 2023
Debtor. ¹	§	Hearing Time: 9:30 a.m.

FIRST AMENDED WITNESS AND EXHIBIT LIST

Toby Neugebauer (“Mr. Neugebauer”), by and through his undersigned counsel, respectfully submits this *First Amended Witness and Exhibit List* (the “Witness and Exhibit List”) for the hearing scheduled on July 28, 2023, at 9:30 a.m. (CT) in connection with the following matters:

- *Emergency Motion for Entry of an Order Enforcing the Automatic Stay Against James Nicholas Ayers, The J. Nicholas Ayers 2021 Irrevocable Trust, and Ayers Family Holdings, LLC* [Docket No. 44];

¹ The Debtor’s address is 11700 Preston Road, Suite 660-394, Dallas, TX 75230.

- *Emergency Motion to Seal Neugebauer's Emergency Motion for Entry of an Order Enforcing the Automatic Stay* [Docket No. 47];
- *Trustee's Emergency Motion for Approval and Entry of Stipulation and Agreed Order Regarding Arbitration* [Docket No. 51];
- *Amended Motion for Entry of an Order (I) Determining that James Nicholas Ayers, The J. Nicholas Ayers 2021 Irrevocable Trust and Ayers Family Holdings, LLC Violated the Automatic Stay; (II) Vacating Certain Actions of the Arbitrator; and (III) Awarding Mr. Neugebauer Actual and Punitive Damages Pursuant to 11 U.S.C. § 362(k) and Brief in Support Thereof* [Docket No. 69];
- *Expedited Motion Pursuant to Fed. R. Bankr. Proc. 4001(d) for Approval of Agreement Relating to the Automatic Stay* [Docket No. 84]; and
- *Seven Talents, LLC's, Rhythmic Capital Fund II, LLC's, and J.I.G., LLC's Motion for Determination that Automatic Stay Does Not Apply to Their Lawsuit Against Toby Neugebauer or, in the Alternative, for Relief from the Automatic Stay* [Docket No. 87].

WITNESSES

1. Chase Potter, attorney at Rogge Dunn Group, PC;
2. Brandon Jones, attorney at Bonds Ellis Eppich Schafer Jones LLP, to prove fees and expenses;
3. Josh Romero, attorney at Jackson Walker LLP, to prove fees and expenses;
4. Any Witness(es) identified or called by any other parties;
5. Rebuttal witnesses, as necessary; and
6. Mr. Neugebauer reserves the right to cross-examine any witness called by any other party.

EXHIBITS

Exhibit	Description	Offered	Objection	Admitted	Disposition
1	<i>Nick Ayers Original Counterclaim and Third-Party Claimants' Original Statement of Claims</i>				

2	<i>Letter to Judge Martin Dated February 15, 2023, as Exhibit B to Initial and Expedited Response to Neugebauer's Emergency Motion for Entry of an Order Extending Automatic Stay and Brief in Support</i>				
3	<i>Respondent/Counter-Claimant and Third-Party Claimants' Notice of Intention to Take the Oral and Videotaped Deposition of Third-Party Respondent Toby Neugebauer as Exhibit D to Initial and Expedited Response to Neugebauer's Emergency Motion for Entry of an Order Extending Automatic Stay and Brief in Support</i>				
4	<i>Email from Chase Potter Dated February 22, 2023, as Exhibit E to Initial and Expedited Response to Neugebauer's Emergency Motion for Entry of an Order Extending Automatic Stay and Brief in Support</i>				
5	<i>Email from Rogge Dunn dated February 24, 2023, as Exhibit F to Initial and Expedited Response to Neugebauer's Emergency Motion for</i>				

	<i>Entry of an Order Extending Automatic Stay and Brief in Support</i>				
6	<i>Third-Party Claimants' Motion to Compel Deposition of Third-Party Respondent Toby Neugebauer as Exhibit H to Initial and Expedited Response to Neugebauer's Emergency Motion for Entry of an Order Extending Automatic Stay and Brief in Support</i>				
7	<i>Order Compelling Deposition as Exhibit J to Initial and Expedited Response to Neugebauer's Emergency Motion for Entry of an Order Extending Automatic Stay and Brief in Support</i>				
8	<i>Third-Party Claimants' Motion for Sanctions Against Third-Party Respondent Toby Neugebauer as Exhibit K to Initial and Expedited Response to Neugebauer's Emergency Motion for Entry of an Order Extending Automatic Stay and Brief in Support</i>				
9	<i>Pre-Hearing Order No. 2 as Exhibit M to Initial and Expedited Response to Neugebauer's Emergency Motion for</i>				

	<i>Entry of an Order Extending Automatic Stay and Brief in Support</i>				
10	<i>Claimant's Supplemental Statement of Claim Against Respondent Toby Neugebauer as Exhibit A to Initial and Expedited Response to Neugebauer's Emergency Motion for Entry of an Order Extending Automatic Stay and Brief in Support</i>				
11	<i>Sanctions Order as Exhibit G to Initial and Expedited Response to Neugebauer's Emergency Motion for Entry of an Order Extending Automatic Stay and Brief in Support</i>				
12	<i>Stipulation and Agreed Order</i> [Docket No. 51-1]				
13	<i>Hearing Transcript from May 22, 2023</i>				
14	<i>Rhythmic Capital Fund II, LLC's, Proof of Claim</i> [Claim No. 46-1]				
15	<i>Seven Talents, LLC's, Proof of Claim</i> [Claim No. 47-1]				
16	<i>Ayers Family Holdings, LLC's, Proof of Claim</i> [Claim No. 48-1]				
17	<i>J. Nicholas Ayers 2021 Irrevocable Trust's Proof of Claim</i> [Claim No. 49-1]				

18	<i>Toby Neugebauer Proof of Claim [Claim No. 50]</i>				
19	<i>Toby Neugebauer and Melissa Neugebauer [Claim No. 53]</i>				
20	<i>Claimants' Notice of Nonsuit and Dismissal Without Prejudice of Certain Claims</i>				
21	<i>Second Amended and Restated Certificate of Incorporation of With Purpose, Inc. [Docket No. 44-4]</i>				
22	<i>Confidentiality and Proprietary Rights Agreement [Docket No. 47-1]</i>				
23	<i>Amended & Restated Bylaws of With Purpose, Inc. Dated December 3, 2021 [Docket No. 44-3]</i>				
24	<i>Claimant's Demand for Arbitration [Docket No. 44-1]</i>				
25	<i>Bonds Ellis Eppich Schafer Jones LLP Invoice from May 16, 2023, to May 31, 2023</i>				
26	<i>Bonds Ellis Eppich Schafer Jones LLP Invoice from June 1, 2023, to July 10, 2023</i>				
27	<i>Jackson Walker LLP Bills from February 1, 2023, to February 28, 2023</i>				
28	<i>Jackson Walker LLP Bills May 1, 2023, to May 31, 2023</i>				
29	<i>Notice of Removal [Adv. Docket No. 1]</i>				
30	<i>State Court Docket Sheet</i>				

31	<i>Plaintiffs' Original Petition</i>				
32	<i>Executed Citation—Banzai Advisory Group, LLC</i>				
33	<i>Executed Citation—Toby Neugebauer</i>				
34	<i>Defendants' Answer, Special Exceptions, Verified Pleas, Specific Denials, and Defenses to Plaintiffs' Original Petition</i>				
35	<i>Rhythmic Capital Fund II, LLC's, Proof of Claim, [Claim No. 46-1 in Case No. 23-30246]</i>				
36	<i>Seven Talents, LLC's, Proof of Claim, [Claim No. 47-1 in Case No. 23-30246]</i>				
37	<i>Third Amended and Restated Certificate of Incorporation of With Purpose, Inc.</i>				
38	<i>Action by Unanimous Written Consent by the Board of Directors of With Purpose, Inc.</i>				
	Any document or pleading filed in the above-captioned case				
	Any document or pleading filed in Adversary Proceeding No. 23-03032-mvl				
	Any exhibit necessary for impeachment and/or rebuttal purposes				
	Any exhibit identified or offered by any other party				

Mr. Neugebauer reserves the right to supplement this Amended Witness and Exhibit List should he determine that any other witness or document may be helpful to the trier of fact, whether in his case in chief or rebuttal.

Dated: July 26, 2023

Respectfully submitted,

/s/ Clay M. Taylor

Clay M. Taylor
Texas Bar I.D. No. 24033261
Christian Ellis
Texas Bar I.D. No. 24007154
Joshua N. Eppich
Texas Bar I.D. No. 24050567
H. Brandon Jones
Texas Bar I.D. No. 24060043
C. Joshua Osborne
Texas Bar I.D. No. 24065856
Bonds Ellis Eppich Schafer Jones LLP
420 Throckmorton Street, Suite 1000
Fort Worth, Texas 76102
(817) 405-6900 telephone
(817) 405-6902 facsimile
Email: clay.taylor@bondsellis.com
Email: christian@bondsellis.com
Email: joshua@bondsellis.com
Email: brandon@bondsellis.com
Email: c.joshosborne@bondsellis.com

COUNSEL FOR TOBY NEUGEBAUER

CERTIFICATE OF SERVICE

I certify that on July 26, 2023, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Clay M. Taylor

Clay M. Taylor